

EXHIBIT C

Resolution of Director Consented to in Writing

Of

OCEAN PRIME INC.

THE UNDERSIGNED, being the sole member of the Board of Directors of **OCEAN PRIME INC.**, (hereinafter the "Company"), a Company organized as a Business Company under the laws of the British Virgin Islands, hereby consents to the adoption of the following resolution taken without a meeting, this instrument is to have the same force and effect as if the action herein referred to had been taken at a timely called and duly held meeting of the Board of Directors of the Company, and directs that this written consent to such action be filed with the minutes of the proceedings of the Board of Directors of the Company:

1. Incorporation of the Company

The Director acknowledges the Memorandum of Association and the Articles of Association of the Company as filed with the Registrar of Companies, together with a copy of the Certificate of Incorporation of the Business Company as issued in the Territory of the British Virgin Islands.

2. Registered Agent

IT IS HEREBY RESOLVED that the Registered Agent for the Company be Jordans (Caribbean) Limited, Geneva Place, Waterfront Drive, PO Box 3469, Road Town, Tortola, British Virgin Islands.

3. Registered Office

IT IS HEREBY RESOLVED that the Registered Office of the Company be at the premises of Jordans (Caribbean) Limited, Geneva Place, Waterfront Drive, PO Box 3469, Road Town, Tortola, British Virgin Islands.

4. Company Seal

IT IS HEREBY RESOLVED that the Seal embossed with the full name of the Company, a copy of which is embossed in the margin below, be adopted as the Corporate Seal of the Company.

5. Issue of Shares (pursuant to S.48 of the BVI Business Companies Act)

IT WAS RESOLVED that the Company issue 1 shares, in consideration of US\$1.00 contributed to the Company, the receipt and sufficiency of which is hereby acknowledged, and that these shares be issued as follows:

Certificate:	Issued to:	Number of Shares	Shares Numbered:
Number 1	Mr. Alfred Victor Brewster	1	1-1

This consent shall be effective as of the 17th day of November 2009


Mr. Alfred Victor Brewster
Sole Director